

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

<b>In re:</b>	§	<b>Chapter 11</b>
	§	
<b>MEMORIAL PRODUCTION</b>	§	<b>Case No. 17-30262 (MI)</b>
<b>PARTNERS LP, et al.,</b>	§	
	§	<b>(Jointly Administered)</b>
<b>Debtors.<sup>1</sup></b>	§	
	§	

**SUPPLEMENTAL DECLARATION OF  
JOHN R. CASTELLANO OF ALIXPARTNERS, LLP**

Pursuant to 28 U.S.C. § 1746, I, John R. Castellano, under penalty of perjury, that:

1. I am a Managing Director of AlixPartners, LLP (“AlixPartners”), which has a place of business at 300 N. LaSalle Street Suite #1900, Chicago, Illinois 60654.
2. Except as otherwise noted, I have personal knowledge of the matters set forth herein and, if called as a witness, would testify competently thereto.
3. I am filing this supplemental declaration to supplement the disclosures that were included in my original declaration, executed on January 30, 2017, (the “Declaration”), which was filed in support of *Debtors’ Application for an Order Authorizing the Employment and Retention of AlixPartners, LLP as Financial Advisor Nunc Pro Tunc to the Petition Date* [Docket No. 162].

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable, are: Memorial Production Partners LP (6667); Memorial Production Partners GP LLC; MEMP Services LLC (1887); Memorial Production Operating LLC; Memorial Production Finance Corporation (3356); WHT Energy Partners LLC; WHT Carthage LLC; Memorial Midstream LLC; Beta Operating Company, LLC; Columbus Energy, LLC; Rise Energy Operating, LLC; Rise Energy Minerals, LLC; Rise Energy Beta, LLC; San Pedro Bay Pipeline Company (1234); and Memorial Energy Services LLC. The Debtors’ mailing address is 500 Dallas Street, Suite 1600, Houston, Texas 77002.

In the Declarations, AlixPartners reserved the right to supplement the Declarations in the event that AlixPartners discovered any additional information.


4. Unless otherwise noted, references to AP in the disclosures below collectively refer to AlixPartners, AP Holdings, and each of their respective subsidiaries. AlixPartners wishes to disclose the following:

- Casedhole Solutions, a vendor to the Debtors, is an affiliate of a current AP client in matters unrelated to the Debtors.
- Pearl Meyer & Partners, LLC, a professional in interest in this bankruptcy matter, is a professional in interest to current AP clients in matters unrelated to the Debtors
- Royal Bank of Canada, a lender to the Debtors, is affiliated with an entity that is a former employer of a current AP employee.

5. I continue to reserve the right the right to supplement AlixPartners' Declarations if AlixPartners discovers any facts bearing on matters regarding AlixPartners' employment by the Debtors. If any new material relevant facts or relationships are discovered or arise, AlixPartners will promptly file a supplemental declaration pursuant to Bankruptcy Rule 2014(a).

I declare under penalty of perjury pursuant to 28 U.S.C. §1746 that the foregoing is true and correct to the best of my knowledge and belief.

AlixPartners, LLP



John R. Castellano  
Managing Director

Dated: February 23, 2017  
Chicago, Illinois